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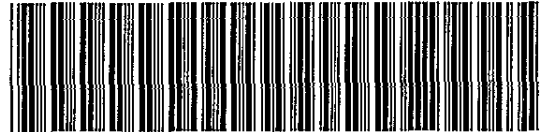
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Mr. Latin Grill, LLC

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- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
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- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
MR. LATIN GRILL, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statute 608, hereby make, acknowledge, and file the file Articles of Organization.

ARTICLE I—NAME

The name of the Limited Liability Company shall be MR. LATIN GRILL, LLC (hereinafter referred to as "the company").

ARTICLE II—ADDRESS

The mailing address of the principal office of the company is 16503 NW 5th Court, Pembroke Pines, FL 33028 and the street address of the principal office of the company is 1184 S. Federal Highway, Pompano Beach, FL 33062

ARTICLE III—DURATION

The company shall commence its existence on the date the Articles of Organization are filed with the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved or these articles are amended to assign a termination date as provided in these Articles of Organization, the Limited Liability Company Agreement and/or other such regulations.

ARTICLE IV—REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida are DOLORES K. SANCHEZ, ESQUIRE, 4701 N. Federal Highway, Suite 316, Lighthouse Point, FL 33064.

ARTICLE V—CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as set forth in the regulations and/or Limited Liability Company Agreement.

ARTICLE VI—ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all members, or as provided in the regulations.

ARTICLE VII—ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the required written consent of all members of the company and on such terms and conditions as shall be determined by the members or regulations. All members must become a party to the Limited Liability Company Agreement which outlines the rules and regulations of the company. A member may transfer his or her interest in the company as set forth in the Limited Liability Company Agreement or other such regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless the requisite members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

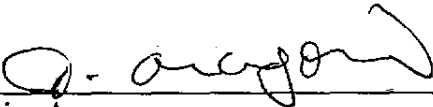
ARTICLE VIII—MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by vote of the remaining members.

ARTICLE IX—MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Ft. Lauderdale, Florida on December 9, 2002.




Jairo Aragon
Authorized Member

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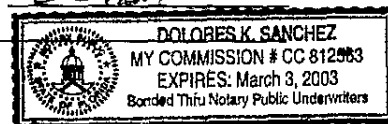
STATE OF FLORIDA

COUNTY OF BROWARD

This document was sworn to and subscribed to before me, the undersigned authority, by Jairo Aragon who has produced _____ as identification or is known to me personally this 9th day of December, 2002.


Notary Public, State of Florida
Commission No. _____

(Notary Seal)

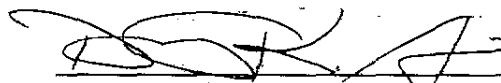


CERTIFICATE OF DESIGNATION OF
REGISTERED OFFICE/REGISTERED AGENT

Under the provisions of Florida Statute 608.415, MR. LATIN GRILL, LLC. submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the Limited Liability Company is MR. LATIN GRILL, LLC.
2. The name and the street address of the registered agent in Florida are DOLORES K. SANCHEZ, ESQUIRE, 4701 N. Federal Highway, Suite 316, Lighthouse Point, FL 33064.

The undersigned, being the person named in the Articles of Organization of MR. LATIN GRILL, LLC, as the registered agent of this Limited Liability Company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


Dolores K. Sanchez, Esquire